

AMENDMENT NO. 3

To the Offering Plan of

ONE HUNTERS POINT CONDOMINIUM

Located at:
5-49 Borden Avenue
Long Island City, Queens County, New York

This Amendment modifies and supplements the terms of the Offering Plan accepted for filing on September 11, 2007, amended September 25, 2007 (Amendment No. 1) and amended October 5, 2007 (Amendment No. 2) (hereinafter called the "Plan") and should be read in conjunction with the Plan. The terms of this Amendment are as follows:

1. Revised Schedule A

Schedule A to the Offering Plan is amended to disclose revised Initial Purchase Prices of the following Units:

Unit	Revised Purchase Price
B6	\$735,000.00
B7	745,000.00
C4	482,520.00
C5	497,520.00
D4	652,380.00
D6	672,380.00
D8	705,000.00
E3	703,000.00
E4	730,000.00
F4	600,000.00
G4	735,000.00
G5	750,000.00
H7	493,000.00
H8	506,600.00
L4	574,100.00
L5	589,100.00
L6	604,100.00
M5	805,800.00
M6	820,800.00
N7	455,000.00
K11	1,050,000.00
N8	475,000.00
C7	530,000.00
C8	556,000.00

L7	619,100.00
J3	494,620.00
G7	825,000.00
GA1	50,000.00
GA2	50,000.00
GA3	50,000.00
GA4	50,000.00
GA5	50,000.00
GA6	50,000.00
GA7	50,000.00
GA8	50,000.00
GA9	50,000.00
GA10	50,000.00
GA11	50,000.00
GA12	50,000.00
GA13	50,000.00
GA14	50,000.00
GA15	50,000.00
GA16	50,000.00
GA17	50,000.00
GA18	50,000.00
GA19	50,000.00
GA20	50,000.00
GA21	50,000.00
GA22	50,000.00
GA23	50,000.00
GA24	50,000.00
GA25	45,000.00
R1	54,000.00
R2	54,000.00
R3	54,000.00
R4	56,250.00
R5	72,250.00
R6	71,750.00
R7	60,000.00
R8	60,000.00
R9	60,000.00
R10	85,000.00
R11	82,750.00
R12	65,000.00
R13	60,000.00
R14	60,000.00
R15	60,000.00
R16	60,000.00
R17	60,000.00

R18	65,000.00
R19	65,000.00
R20	65,000.00
R21	72,500.00
R22	55,000.00
R23	55,000.00
R24	55,000.00
R25	55,000.00
R26	55,000.00

The provisions of this Paragraph shall only apply to purchase agreements entered into subsequent to the date of this Amendment.

2. Incorporation of Plan

The Plan, as modified and supplemented hereby, is incorporated herein by reference with the same effect as if set forth at length.

3. Definitions

All terms used in this Amendment, not otherwise defined herein, shall have the same meanings ascribed to them in the Plan.

4. No Material Changes

Except as set forth in this Amendment, there have been no material changes in the Plan.

Dated: October 12, 2007

BORDEN EAST RIVER REALTY LLC
Sponsor